

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

MERCER HEALTH & BENEFITS LLC,

Plaintiff,

-against-

MATTHEW DIGREGORIO, JOANNE STEED,  
JADA PRESTON and LOCKTON COMPANIES,  
LLC,

Defendants.

Case No.: \_\_\_\_\_

**DECLARATION OF A.  
MICHAEL WEBER**

**A. Michael Weber**, declares pursuant to 28 U.S.C. § 1746 and subject to the penalties of perjury that the following is true and correct:

1. I am a Shareholder with the law firm Littler Mendelson, P.C., counsel for Plaintiff Mercer Health & Benefits LLC. (“Mercer”). I am familiar with the facts and circumstances associated with this case and make this declaration in support of Mercer’s motion for a temporary restraining order, a preliminary injunction and expedited discovery brought by order to show cause.

2. For the reasons stated in the accompanying memorandum of law and the attached declarations of Cory Lynn, Denise Pernice, Joanna Marini, Maggie Novo-Chavarry, Melanie Fava and Jeffery Rosier, and the exhibits annexed thereto, an order to show cause is necessary because Defendants Matthew DiGregorio, JoAnne Steed, Jada Preston (collectively the “Individual Defendants”), with the assistance of Defendant Lockton Companies, LLC are presently breaching their Non-Solicitation and Confidentiality Agreements with Mercer and will continue to do so, thereby causing irreparable harm to Mercer, unless and until immediate injunctive relief is granted.

3. For the same reasons stated in Paragraph 2, Mercer requests expedited discovery so that it can expeditiously depose the Individual Defendants in New York and obtain key documents to assess the extent of the Individual Defendants' violations and prevent further irreparable harm.

4. On the morning of February 28, 2018, I sent Trey Humphrey General Counsel for Defendant Lockton an letter by email informing him that Plaintiff would be submitting an application for a temporary restraining order, preliminary injunction and expedited discovery, in the U.S. District Court for the Southern District of New York on February 28, 2018 and requesting a March 1, 2018 hearing date. I also advised Mr. Humphrey that we would inform him of the place, date and time that the Court will hear the application. A true and correct copy of my letter to Mr. Humphrey is attached to this as Exhibit A.

5. Plaintiff has not made a previous application for the same relief sought in its order to show cause and its motion for a temporary restraining order, preliminary injunction and expedited discovery.

Dated: February 28, 2018  
New York, NY

A handwritten signature in black ink, appearing to read "A. Michael Weber", written over a horizontal line.

A. Michael Weber

Exhibit A



Littler Mendelson, P.C.  
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A. Michael Weber  
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February 28, 2018

**VIA E-MAIL (thumphrey@lockton.com)**

Trey Humphrey, Esq.  
Lockton, Inc.  
444 West 47th Street  
Kansas City, MO 64112

Re: *Mercer Health & Benefits LLC v. DiGregorio, Steed, Preston and Lockton Companies, LLC*

Dear Mr. Humphrey:

Our firm represents Mercer Health & Benefits LLC. Please be advised that we will be filing an application for a temporary restraining order, a preliminary injunction and expedited discovery against Matthew DiGregorio, JoAnne Steed, Jada Preston and Lockton Companies, LLC. The application will be submitted in the U.S. District Court for the Southern District of New York on February 28, 2018, at which time we will ask for a hearing on March 1, 2018. We will inform you of the place, date and time that the Court will hear the application.

We enclose copies of the following documents which we intend to file with the Court:

- Complaint;
- Declaration of Cory Lynn and the exhibits annexed thereto;
- Declaration of Denise Pernice and the exhibit annexed thereto;
- Declaration of Joanna Marini and the exhibit annexed thereto;
- Declaration of Maggie Novo-Chavarry;
- Declaration of Melanie Fava and the exhibit annexed thereto;
- the Declaration of Jeffrey P. Rosier and the exhibits annexed thereto;
- Declaration of A. Michael Weber and the exhibit annexed thereto;
- Plaintiff's Memorandum of Law in Support of its Motion for a Temporary Restraining Order and a Preliminary Injunction; and
- Proposed Order to Show Cause for a Temporary Restraining Order and a Preliminary Injunction.

Sincerely,

A. Michael Weber

cc: Jeffrey P. Rosier (via email; without attachments)  
Shawn Matthew Clark (via email; without attachments)